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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ACTIVE ENTERPRISES OF FLORIDA, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is: **ACTIVE ENTERPRISES OF FLORIDA, INC.**

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States, and under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that the Corporation is authorized to issue is One Thousand (1,000) shares, at One (\$1.00) Dollar par value.

ARTICLE IV

The Corporation shall have perpetual existence unless sooner dissolved according to law, and its existence shall commence upon filing.

ARTICLE V

The street address of the principal office of the Corporation shall be:

9400 South Dadeland Boulevard
Suite 104
Miami, Florida 33156

ARTICLE VI

The name and address of the person signing these Articles of Incorporation as Incorporator is:

NAME

S. MELVIN APOTHEKER

ADDRESS

9400 South Dadeland Boulevard
Suite 104
Miami, Florida 33156

ARTICLE VII

The Corporation shall have a Board of Directors consisting of not less than one or more than seven Directors. The initial

Board of Directors shall consist of one Director whose name and address is as follows:

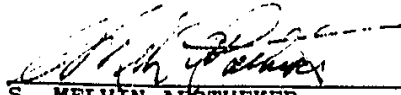
NAME	ADDRESS
S. MELVIN APOTHEKER	9400 South Dadeland Boulevard Suite 104 Miami, Florida 33156

ARTICLE VIII

The street address of the initial Registered Office, and the name of the initial Registered Agent at that address shall be:

NAME	ADDRESS
S. MELVIN APOTHEKER	9400 South Dadeland Boulevard Suite 104 Miami, Florida 33156

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 26th day of March, 1996.


S. MELVIN APOTHEKER

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


S. MELVIN APOTHEKER

STATE OF FLORIDA)
SS:
COUNTY OF DADE)

I HEREBY CERTIFY THAT S. MELVIN APOTHEKER, to me personally known, this day acknowledged before me that he executed the foregoing Articles of Incorporation, and I further certify that the said person making said acknowledgment to be the individual described in and who executed the said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State this 26 day of March, 1996.


NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

My Commission Expires:

